

STATE OF SOUTH CAROLINA

(Caption of Case)

Example: Application for a Class C Charter Certificate from
John Doe dba Doe's Limo

Application for a Class E Household Goods
Certificate from South Carolina STRONG dba
STRONG Movers

OCT 01 2013

CLERK'S OFFICE

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

TRANSPORTATION COVER SHEET

DOCKET
NUMBER: 2013 - 368 - T

If this is your first time filing an application with the PSC, you will not have a Docket Number. The Commission will assign one to you. If you have filed with the Commission before, a Docket Number was assigned and should be entered above.

(Please type or print)

Submitted by: South Carolina STRONG

Telephone: (843)554-5179

Address: 2510 N. Hobson Avenue

Fax: (843)554-5182

North Charleston, SC 29405

Other: (843)554-1060

Email: sc.strong@hotmail.com

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

NATURE OF ACTION (Check all that apply)

- | | |
|---|--|
| <input type="checkbox"/> Application - Class A/A Restricted | <input type="checkbox"/> Request for Name Change on Certificate |
| <input type="checkbox"/> Application - Class C Taxi | <input type="checkbox"/> Request to Amend Scope of Authority |
| <input type="checkbox"/> Application - Class C Charter | <input type="checkbox"/> Request to Amend Tariff (rate increase, etc.) |
| <input type="checkbox"/> Application - Class C Charter Bus | <input type="checkbox"/> Request to Amend Passenger Limit |
| <input type="checkbox"/> Application - Class C Non-Emergency | <input type="checkbox"/> Request |
| <input type="checkbox"/> Application - Class C Stretcher Van | <input type="checkbox"/> Exhibit |
| <input checked="" type="checkbox"/> Application - Class E Household Goods | <input type="checkbox"/> Late-Filed Exhibit |
| <input type="checkbox"/> Application - Class E Hazardous Waste | <input type="checkbox"/> Letter |
| <input type="checkbox"/> Application | <input type="checkbox"/> Proposed Order |
| <input type="checkbox"/> Request for Extension to Comply with Order | <input type="checkbox"/> Publisher's Affidavit |
| <input type="checkbox"/> Request for Order Granting Authority to Obtain a Certificate of Public Convenience and Necessity to be Rescinded | <input type="checkbox"/> Reservation Letter |
| <input type="checkbox"/> Request for Cancellation of Certificate | <input type="checkbox"/> Response |
| <input type="checkbox"/> Request for Suspension | <input type="checkbox"/> Return to Petition |
| <input type="checkbox"/> Request for Reinstatement | <input type="checkbox"/> Other: _____ |

If you have any questions about this form, please contact the PUBLIC SERVICE COMMISSION at 803-896-5100.

905

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA
101 Executive Center Drive, Suite 100
Columbia, South Carolina 29210
(Mailing address: Post Office Drawer 11649, Columbia, SC 29211)

2013-368-T
246987

Phone: (803) 896-5100 FAX: (803) 896-5199

APPLICATION FOR CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY FOR OPERATION OF
MOTOR VEHICLE CARRIER

Select Class: (Check one)

Date: 9/27/13

- ☒ E (HHG) - Household Goods
☐ E (HAZ) - Hazardous Material



IMPORTANT! If application is to amend scope of authority, a current annual report must be on file with the Commission **before** application will be accepted. If application is for a NEW CERTIFICATE, do not submit annual report.

Check one:

- ☒ New Application
☐ Amended Scope of Authority

Current Scope:
(list counties) _____

Amended Scope:
(list counties) _____

1. Name under which business is to be conducted (corporation, partnership, or sole proprietorship, with or without trade name.)

STRONG

South Carolina STRONG dba ~~Strong~~ Movers

2510 N. Hobson Avenue, North Charleston, SC 29405

Street Address of Applicant

Mailing Address of Applicant (if different from street address)

(843) 554-5179

Phone

(843) 554-5182

FAX

sc.strong@hotmail.com

Email Address

2. If the Applicant is an LLC or a corporation, a copy of the Certificate of Existence from the South Carolina Secretary of State and the Articles of Incorporation must be attached. (If incorporated outside of SC, attach South Carolina Secretary of State "Foreign Corporation" Certificate.)

3. Select Entity Type: (Check one)

- ☐ Individual Owner/Sole Proprietorship
- ☐ Partnership - List names and address of all person having an interest in the business.
- ☒ Corporation - List names and addresses of two principal officers.

John Tecklenburg - President 1601 Oceanic St., Charleston, SC 29405

Mike Delane - Vice President 600 Embarcadero, San Francisco, CA 94107

4. Applicant proposes to operate service as follows: (Check one.)

- ☒ Intrastate Only ☐ Interstate Only ☐ Both

5. Is applicant certified to provide **intrastate** transportation of household goods in another state: (Check one.)

- ☐ Yes ☒ No

If yes, attach a letter from the regulatory agency in the state(s) stating applicant is in compliance with the rules and regulations of said state agency.

6. Has applicant been convicted of operating with no intrastate household goods authority or failure to abide by the rules and regulations pertaining to the intrastate transportation of household goods in this state or any other state? (Check one.)

- ☐ Yes ☒ No

If yes, list dates and nature of convictions below.

7. Has applicant ever had a certificate authorizing the transportation of household goods revoked in this state or any other state? (Check one.)

- ☐ Yes ☒ No

If yes, list dates and nature of revocations below.

Applicant is financially able to furnish the services as specified in this application and submits the following statement of assets and liabilities.

BALANCE SHEET

Balance at Time Application is Filed:

Month 9 Year 2013

Assets:

Cash	56,208
Receivables	4,020
Real Estate	0
Buildings and Equipment (Net)	11,993
Motor Vehicles (Net)	0
Garage Equipment (Net)	0
Machinery and Tools (Net)	0
Supplies on Hand	0
Prepays and Other Assets	0
Total Assets *	72,221
<u>Liabilities and Equity:</u>	
Accounts Payable	0
Notes Payable	0
Mortgages Payable	0
Equipment Obligations	0
Accrued Salaries and Wages	0
Other Accrued Obligations	0
Other Liabilities	0
Total Liabilities	0
Capital Stock	
Retained Earnings	72,221
Total Equity	72,221
Total Liabilities and Equity *	72,221

* Total Assets = Total Liabilities and Equity

PROPOSED RATES AND CHARGES FOR SERVICE

Proposed Rates and Charges (List only maximum charges per mile or trip, and/or hourly rate):

\$ 35.00 per man per hour - 3 hour minimum

\$ 25.00 per truck per hour - 3 hour minimum

In House Moves \$ 35.00 per man - 3 hour minimum

Bulky Item - Local \$ 60.00 - Intrastate \$ 65.00

Extra Stop/Delivery - Local \$ 40.00 - Intrastate \$ 50.00

Piano Charges - Console/Up-Right \$ 60.00 - Baby Grand \$ 65.00 - Grand \$ 75.00

COMMODITIES TO BE TRANSPORTED AND AREA(S) TO BE SERVED

Commodities to be Transported: (Check one)

☒ Household Goods, as defined in R103-210(1)

☐ Hazardous Wastes, as defined in R103-210(2)

Requested Scope of Authority: Check all counties in which you are requesting permission to operate.

You will only be allowed to operate in those counties checked below. You may request "Statewide" authority if you intend to operate in all counties in South Carolina.

- | | | | | |
|-------------------------------------|---------------------------------------|-------------------------------------|-------------------------------------|---|
| <input type="checkbox"/> Abbeville | <input type="checkbox"/> Cherokee | <input type="checkbox"/> Florence | <input type="checkbox"/> Lee | <input type="checkbox"/> Saluda |
| <input type="checkbox"/> Aiken | <input type="checkbox"/> Chester | <input type="checkbox"/> Georgetown | <input type="checkbox"/> Lexington | <input type="checkbox"/> Spartanburg |
| <input type="checkbox"/> Allendale | <input type="checkbox"/> Chesterfield | <input type="checkbox"/> Greenville | <input type="checkbox"/> Marion | <input type="checkbox"/> Sumter |
| <input type="checkbox"/> Anderson | <input type="checkbox"/> Clarendon | <input type="checkbox"/> Greenwood | <input type="checkbox"/> Marlboro | <input type="checkbox"/> Union |
| <input type="checkbox"/> Bamberg | <input type="checkbox"/> Colleton | <input type="checkbox"/> Hampton | <input type="checkbox"/> McCormick | <input type="checkbox"/> Williamsburg |
| <input type="checkbox"/> Barnwell | <input type="checkbox"/> Darlington | <input type="checkbox"/> Horry | <input type="checkbox"/> Newberry | <input type="checkbox"/> York |
| <input type="checkbox"/> Beaufort | <input type="checkbox"/> Dillon | <input type="checkbox"/> Jasper | <input type="checkbox"/> Oconee | |
| <input type="checkbox"/> Berkeley | <input type="checkbox"/> Dorchester | <input type="checkbox"/> Kershaw | <input type="checkbox"/> Orangeburg | <input checked="" type="checkbox"/> Statewide |
| <input type="checkbox"/> Calhoun | <input type="checkbox"/> Edgefield | <input type="checkbox"/> Lancaster | <input type="checkbox"/> Pickens | |
| <input type="checkbox"/> Charleston | <input type="checkbox"/> Fairfield | <input type="checkbox"/> Laurens | <input type="checkbox"/> Richland | |

DESCRIPTION OF EQUIPMENT

You are not required to own a vehicle to file an application. However, prior to being issued a certificate by ORS, you will be required to have obtained a vehicle.

[illegible]

INSURANCE QUOTE

This form **MUST BE COMPLETED AND SIGNED** by an **AUTHORIZED INSURANCE COMPANY REPRESENTATIVE**. The insurance quote must be complete, listing current insurance premiums. At the discretion of the Commission, a copy of current insurance policies may be required. Do not provide a copy of insurance policies unless requested. You will not be required to purchase insurance until your application has been approved and an order has been issued by the PSC. **THIS IS ONLY A QUOTE.**

The following insurance quote is for:

South Carolina STRONG

Name of Applicant

2910 N. Hobson Ave., N. Charleston, SC 29405

Address of Applicant

Amount of Premium:

Limits Quoted: (See Below)

Liability Insurance \$ 2,500

Limits \$ 1,000,000

Cargo Insurance \$ 2,761

Limits \$ 200,000/\$400,000

* Attach Certificate of Insurance if available.

Great American

Name of Insurance Company

301 E. 4th Street, Cincinnati, Ohio 45202

Home Office Address of Company

I am familiar with the Commission's Rules and Regulations relating to insurance requirements and the above quote meets the minimum insurance limits prescribed. The insurance company making this quote is authorized by the South Carolina Department of Insurance to do business in South Carolina.

9/20/2013
Date

[Signature]
Authorized Insurance Company Representative's Signature

* Form E and Form H Certificates of Insurance are required to be filed with the Office of Regulatory Staff (ORS). The schedule of minimum limits for Household Goods carriers are listed below:

Vehicle liability for vehicles less than 10,000 lbs. GVWR	\$ 500,000
Vehicle liability for vehicles 10,000 lbs. or more GVWR	\$ 750,000
Cargo - For loss of or damage to property carried on any one motor vehicle	\$ 2,500
For loss of or damage to or aggregate of losses or damages of or to property occurring at any one time and place	\$ 5,000

NOTICE:

If you wish to self-insure your motor vehicles for liability and property damage, you must comply with S.C. Code Ann. Sections 56-9-60 and 58-23-910. For more information, contact Vickie Coker with the Department of Motor Vehicles at (803) 896-8457.

If you wish to apply as a self-insured for worker's compensation coverage in South Carolina you may do so with the South Carolina Worker's Compensation Commission (WCC) provided that you will be able to: 1) post a surety bond or letter-of-credit with the WCC for a minimum of \$500,000, 2) agree to pay a yearly self-insurance tax, and 3) agree to pay an annual assessment to the South Carolina Second Injury Fund. For more information, contact the WCC Self-Insurance Division at (803) 737-5712 or on the web at www.wcc.state.sc.us/self-insurance.

Exhibit Fit, Willing, and Able (FWA)

Strong Movers
Name

U.S.D.O.T No.

ICC No.

1. Does Applicant have a Safety Rating from the U.S.D.O.T.?

☐ Yes ☒ No ☐ Pending (Submit when received.)

If Yes, indicate rating below and provide copy.

☐ Satisfactory ☐ Conditional ☐ Unsatisfactory

2. Have any of Applicant's drivers or vehicles been places "out of service" by Transport Police safety officers in the past twelve (12) months?

☐ Yes ☒ No

3. Are there currently any outstanding judgment(s) against the Applicant?

☐ Yes ☒ No

4. Is Applicant familiar with all statutes and regulations, including safety regulations and workers' compensation laws that govern for-hire motor carrier operations in South Carolina, and does Applicant agree to operate in compliance with these statutes and regulations?

☒ Yes ☐ No


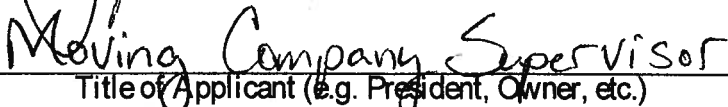
5. Is Applicant aware of the Commission's insurance requirements and the insurance premium costs associated therewith? (The Insurance Quote on Page 6 must be completed, listing current insurance premiums.)

☒ Yes ☐ No

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA
POST OFFICE DRAWER 11649
COLUMBIA, SOUTH CAROLINA 29211


Applicant is familiar with the provision of S.C. Code Ann. §58-23-10, et seq.(1976), and amendments thereto, and R.103-100 through R.103-241 of the Commission's Rules and Regulations for Motor Carriers (Volume 26, S.C. Code Ann. Regs., 1976), and R.38-400 through R.38-503 of the Department of Public Safety's Rules and Regulations for Motor Carriers (Volume 23A, S.C. Code Ann., 1976) and amendments thereto, and hereby promises compliance therewith.

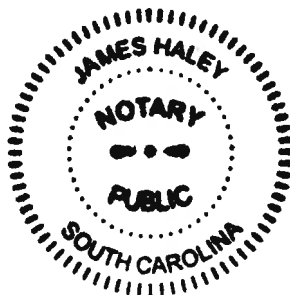
The Applicant for the Certificate of Public Convenience and Necessity as set forth in the foregoing, swear or affirm that all statements contained in the above application are true and correct.


Applicant's Signature

Title of Applicant (e.g. President, Owner, etc.)

STATE OF SOUTH CAROLINA)
COUNTY OF Charleston)

SWORN TO BEFORE ME
This 27th day of September, 2013


Notary Public
Commission Expires 12/18/22





State of South Carolina
Office of the Secretary of State
The Honorable Mark Hammond

Apr 18, 2013

South Carolina STRONG
Mr. Michael Delane
2510 N. Hobson Ave.
N. Charleston, SC 29405

RE: Registration Confirmation

Charity Public ID: P13754

Dear Mr. Michael Delane :

This letter confirms that the Secretary of State's Office has received and accepted your Registration, therefore your charitable organization is in compliance with the registration requirement of the "South Carolina Solicitation of Charitable Funds Act." The registration of your charitable organization will expire on May 15, 2014. If any of the information on your Registration form changes throughout the course of the year, please contact our office to make updates. It is important that this information remain updated so that our office can keep you informed of any changes that may affect your charitable organization.

If you have not yet filed your annual financial report or an extension for the annual financial report, the annual financial report is still due 4 ½ months after the close of your fiscal year. Annual financial reports must either be submitted on the Internal Revenue Service Form 990 or 990-EZ or the Secretary of State's Annual Financial Report Form. There is no fee associated with filing an annual financial report with our office. If your organization files IRS Form 990 or 990-EZ and you wish to extend the filing of that form with us, please submit a copy of your IRS Form 8868. If your organization files the Secretary of State's Annual Financial Report Form, and you wish to extend the filing of that form with us, please submit a written request to the Division of Public Charities. Failure to submit the annual financial report may result in an administrative fine of up to \$2,000.

If you have any questions or concerns, please visit our Website at www.scsos.com and review the Public Charities section or contact our office at (803) 734-1790.

Sincerely,

Kimberly S. Wickersham
Director, Division of Public Charities

**BYLAWS OF
South Carolina STRONG**

**Article I
Legal Name**

The name of the Corporation is South Carolina STRONG.

**Article II
Purpose**

South Carolina STRONG is formed exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code. The mission of South Carolina STRONG is to provide self-help, education in a residential facility to assist ex-convicts, drug addicts, high school drop-outs, homeless and others individuals to attain the skills necessary to become productive, contributing members of society. The Corporation shall not engage in any activities or exercise any powers that are not in furtherance of these purposes. The Corporation is a Public Benefit Corporation under the provisions of the South Carolina Nonprofit Corporation Act of 1994.

**Article III
Principal Office**

The physical address of the organization's principal office is 2510 North Hobson Avenue, North Charleston, S.C. 29405. The Board of Directors has authority to change the location of the principal office.

**Article IV
Registered Agent**

The Corporation shall have and continuously maintain a registered agent in the State of South Carolina who is authorized to receive service on the Corporation's behalf. The registered agent is Mike Delane, 2510 North Hobson Avenue, North Charleston, S.C. 29405.

**Article V
Membership**

The Corporation shall have no may have members, but shall have no voting members.

**Article VI
Board of Directors**

6.1 Powers. There shall be a Board of Directors of the Corporation, which shall have all power and authority granted by South Carolina law necessary or appropriate to supervise and control the management of the business, property and affairs of the Corporation Directors shall perform

their duties in good faith, with the care of ordinarily prudent persons under the circumstances, and in a manner that is in the best interest of the Corporation.

6.2 Number of Directors. The members of the initial Board of Directors of the Corporation shall be those individuals named in the Articles of Nonprofit Incorporation and shall serve until their successors are elected and installed. Thereafter, the Board of Directors of the Corporation shall be composed of no less than five (5) and no more than fifteen (15) Directors. The number of Directors may be decreased, but no decrease shall have the effect of the number of Directors falling below three, or shortening the term of any incumbent Director.

6.3 Election of Directors and Term of Office. The members of the Board of Directors shall be elected at any meeting of the Board of Directors. Members shall serve a term of six (6) years. Members may serve two (2) successive terms and may be re-elected to the Board of Directors after an absence from the Board of Directors of one year following consecutive terms.

6.4 Vacancies on the Board of Directors. A vacancy for an unexpired term may be filled by a majority vote of the remaining members of the Board of Directors; however, if the vacancy places the Board of Directors in a position of having fewer than five members, the vacancy must be filled immediately.

6.5 Meetings of the Directors. A regular meeting of the Board of Directors shall be held once a year at such time and place as shall be designated by the Directors for the purpose of organization, election of officers and the transaction of other business.

6.6 Special meetings. Special meetings of the Board of Directors for any purpose may be called at any time by the president or the secretary or any two directors and must be preceded by at least two (2) days notice to each Director.

6.7 Notice of Meetings. Notice of the purpose, time, day, and place of any regular meeting of the Board of Directors shall be given at least five (5) days prior to the meeting. Whenever the Bylaws require notice to be given, such notice shall be given in writing by first-class mail or overnight delivery with postage prepaid, unless the Director agrees in advance to receive notice by some alternative means, such as email. Such notice is deemed to have been given when deposited in the mail or delivery service or otherwise transmitted. Notice may also be given by facsimile, email, or hand delivery and will be deemed given when it is received by the intended recipient.

6.8 Waiver of Meeting Notice. A Director may waive any notice required by the South Carolina Nonprofit Corporation Statute, the Articles, or Bylaws. The waiver must be signed by the Director and filed with the minutes of the meeting. Attendance and participation in a meeting without objection to notice shall also constitute waiver of notice.

6.9 Quorum. A quorum must be established at the beginning of a meeting for the legitimate conduct of business. A quorum is comprised of at least half of the Directors in office immediately before a meeting begins. Any one or more Directors may participate in a meeting of the Board of Directors by means of a conference call or other telecommunications device which allows all persons participating in the meeting to hear each other. Participation by telecommunication is equivalent to participating in person for the purposes of determining a quorum.

6.10 Voting. An affirmative vote by a majority of the Directors present at any meeting at which a quorum is present is an act of the Board of Directors. Each Director shall have one vote. Voting by proxy shall not be permitted.

6.11 Action Without a Meeting. The Board of Directors may take action without a meeting if the action is agreed to by the written consent of all members of the Board of Directors. The action must be evidenced by the signed consent of each Director and included with the minutes of the meeting.

6.12 Resignation. A Director may resign at any time by giving written notice to the Board of Directors, its presiding officer, the Secretary, or the President. The resignation becomes effective when the notice is received, unless a specific time is specified in the written notice.

6.14 Removal. A Director elected by the Board of Directors may be removed without cause by a vote of two-thirds of the Directors then in office.

6.15 Ex-officio Directors. The Chief Executive is a non-voting member of the Board.

Article VII Conflicts of Interest

The organization will not enter into transactions with Board of Directors members. Additionally, the following Conflicts-of-Interest policy will be utilized to protect the Corporation's interest when it is contemplating entering into a transaction or arrangement that, while not a transaction to which the Board member is a party, might benefit the private interest of an officer or Director of the Corporation.

1. A Director with a potential Conflict of Interest may make a presentation at the Board of Directors or committee meeting, but after such presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that could result in the Conflict of Interest.
2. The chairperson of the Board of Directors or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the Board of Directors or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a Conflict of Interest.
4. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a Conflict of Interest, the Board of Directors or committee shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Corporation's best interest and for its own benefit, and whether the transaction is fair and reasonable to the Corporation and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

5. No Director shall cast a vote, or take part in the final deliberation in any matter in which he or she, members of his or her immediate family, or any organization to which such director has allegiance, has a personal interest that may be seen as competing with the interest of the Corporation. Any director who believes he or she may have such a Conflict of Interest shall so notify the Board of Directors prior to deliberation on the matter in question, and the Board of Directors shall make the final determination as to whether any Director has a Conflict of Interest in any matter. The minutes of the Board of Directors meeting shall reflect disclosure of any Conflict of Interest and the recusal of the interested Director.
6. Any member of the Board of Directors, officer of the Corporation, employee of the Corporation, or independent contractor to the Corporation, who receives compensation directly or indirectly from the Corporation for services, is precluded from discussing and voting on matters pertaining to that member's compensation. No such person, either individually or collectively, is prohibited from providing information to the Board of Directors regarding compensation deliberations.

Article VIII Officers

8.1 Officers. The organization shall have a President, a Secretary and a Treasurer. One person shall not hold two offices, with the exception of the Secretary-Treasurer which may be held by the same person. Additional officers may be appointed by the Board of Directors.

8.2 Election of Officers. The officers of the Corporation shall be elected annually by a majority of the Directors at a meeting of the Board of Directors.

8.3 Term of Office. The officers of the Corporation shall hold office for one (1) year until the next meeting, or until their successors have been elected.

8.4 Duties of the President. The President shall exercise general supervision and give active direction to all of the affairs of the Corporation, including presiding at meetings of the Board of Directors; serving as a member of all committees of the Board of Directors; signing contracts which the Board of Directors has authorized; and performing all duties incident to the office as may be prescribed by the Board of Directors.

8.5 Duties of the Secretary. The secretary is responsible for custody of the minutes of the Directors' meetings; for authenticating the records of the Corporation; providing notice of all meetings in accord with the Bylaws; ensuring that proper corporate records are maintained; and performing all duties incident to the office as may be prescribed by the Board of Directors .

8.6 Duties of the Treasurer. The Treasurer shall oversee and have charge of all funds and securities of the organization; ensure that all money is properly received and receipts are given; ensure that all money payable to the Corporation is received and deposited in the Corporation's bank account; arrange the annual independent audit of the Corporation's financial statements; and perform all duties incident to the office as may be prescribed by the Board of Directors.

8.7 Delegation of Office. The Board of Directors may delegate the duties of any officer of the Corporation to any other officer or any Director.

8.8 Vacancies. A vacancy in any office shall be filled by the Board of Directors for the unexpired term of the office.

8.9 Resignation of officers. An officer may resign at any time by giving written notice to the President of the Corporation. Such resignation takes place immediately or at the time specified in such notice.

8.10 Removal of officers. An officer may be removed from such office at any time, with or without cause. Such removal requires a majority vote by the Directors at a meeting at which a quorum is present.

Article IX Committees

9.1 Standing committees. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each consisting of two or more Directors. Such Committees shall have and exercise the authority of the Board of Directors in the governance of the Corporation; however, no Committee shall have the authority to authorize distributions; approve or recommend the dissolution, merger, sale, pledge, or transfer of all or substantially all of the Corporation's assets; select, appoint or remove Directors or fill vacancies on the Board of Directors or any of its committees; or adopt, amend, or repeal the articles or Bylaws.

9.2 Executive Committee. Between meetings of the Board of Directors, on-going oversight of the affairs of the Corporation may be conducted by an Executive Committee, the membership of which shall be as set forth in a resolution of the Board of Directors.

9.3 Advisory Committees and Task Forces. The Board of Directors may create and appoint members to such other committees and task forces as they shall deem appropriate. Such committees and task forces shall have the power and duties designated by the Board of Directors, and shall give advice and make non-binding recommendations to the Board of Directors.

9.4 Term of Office. Each member of a committee shall serve for one year until the next annual meeting of the Board of Directors and until a successor is appointed, unless the committee is sooner dissolved. A member of a committee may be appointed to serve for successive years.

9.5 Vacancies. Vacancies in the membership of committees may be filled by the Chair of the Board of Directors.

9.6 Recording and reporting requirements. Each committee shall keep minutes of its meetings.

Article X Contracts

The Board of Directors is the sole authority over legally binding agreements or contracts between the Corporation and any individual, organization, or government entity.

Article XI Policies and Procedures

11.1 Policies and Procedures Generally. The Board of Directors shall establish policies and operating procedures necessary to conduct the business of the organization. The Board of Directors shall direct the Executive Director to develop administrative procedures to ensure that all laws, regulations, rules, and policies issued by the Board of Directors are supported throughout the operation of the organization.

11.2 Bonding. If requested by the Board of Directors, any person entrusted with the handling of funds or valuable property of the Corporation shall furnish, at the expense of the Corporation, a fidelity bond approved by the Board of Directors.

11.3 Sale or Distribution of Assets. The Corporation must give written notice to the SC Attorney General 20 days before it sells, leases, exchanges, or otherwise disposes of all or substantially all of its property if the transaction is not within the usual and regular course of its activities.

Article XII Limitation of Directors' Liability and Indemnification of Directors and Officers

12.1 Liability Generally. No Director of a Nonprofit Corporation is personally liable for monetary damages for breach of duty to the Corporation. This does not limit the liability of a Director for breach of Director's duty of loyalty to the Corporation; acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; or for any transaction from which the Director derived an improper personal benefit. S.C. Code Ann. § 33-31-202(7) (b).

12.2 Immunity Generally. All Directors of not-for-profit Corporations in South Carolina are immune from suit arising from the conduct of the affairs of the Corporation. This immunity is removed when the conduct amounts to willful, wanton or gross negligence. S.C. Code Ann. § 33-31-834.

12.3 Indemnity Generally. Unless limited by its articles, a Corporation shall indemnify a Director, who was wholly successful on the merits or otherwise in the defense of a proceeding to which the Director was a party because he is or was a Director of the Corporation, against reasonable expenses actually incurred by the Director in connection with the proceeding. S.C. Code Ann. § 33-31-852.

Article XIII Fiscal Year

The fiscal year of the Corporation is January 1- December 31.

Article XIV Records

14.1 Records Generally. The Corporation shall keep permanent records, including written minutes of all meetings of the Directors; a record of all actions taken by the Directors without a

meeting; a record of all actions taken by committees of the Board of Directors; and appropriate accounting records.

14.2 Records Maintained at the Organization's Principal Office. .

The Organization must maintain at its principal office the Articles of incorporation and all amendments to Articles; Bylaws and all amendments; resolutions adopted by the Board of Directors; minutes of all meetings of the Board of Directors and all actions approved for the past 3 years; financial statements for the past 3 years or longer if required by donor; names and addresses of all Directors; and the most recent report the organization filed with the SC Secretary of State.

Article XV Amendments to the Bylaws

The Directors can amend or repeal the Bylaws by an affirmative vote of two-thirds of the Directors then in office at any regular or special meeting convened after notice to the Directors for such purpose which included a summary of the proposed amendments.

The Corporation shall provide notice of any meeting in which amendment to the Bylaws is to be approved. The notice must state that one of the purposes of the meeting is to consider a proposed amendment to the Bylaws and contain a copy or summary of the amendment, or state the general nature of the amendment. The amendment must be approved by a majority of Directors in office at the time the amendment is adopted.

Article XVI Emergency Bylaws

The Directors may adopt, amend, or repeal emergency Bylaws necessary for managing the Corporation during an emergency. An emergency exists when a quorum of the Corporation's Directors cannot be assembled because of some catastrophic event. These emergency Bylaws, which are no longer effective when the emergency ends, may include provisions regarding meeting notice, quorum requirements, and designation of additional or substitute Directors.

Article XVII Dissolution

12.1 Notice and Distribution of Assets. In the event of dissolution, after the expenses have been paid, the remaining assets shall be distributed to another organization that is tax exempt under IRS Section 501(c) (3). The Corporation must give written notice to the SC Attorney General that it intends to dissolve before it delivers articles of dissolution to the SC Secretary of State.

12.2 Disposal of Assets Following Dissolution. The Directors must call a special meeting for the limited purpose of disposing of the corporate assets remaining after dissolution. A quorum is not required for the conducting of this meeting. Notice of such meeting must be published in a newspaper of general circulation, in Charleston County in for a period of one week prior to the meeting date. The assets must be disposed of in such a manner to ensure their continued use for public and civic purposes.

BYLAWS CERTIFICATE

The undersigned certifies that [s]he is the Secretary of South Carolina STRONG, a South Carolina nonprofit corporation, and that, as such, [s]he is authorized to execute this certificate on behalf of said corporation, and further certifies that the foregoing bylaws, consisting of eight (8) pages, including this page, constitute the bylaws of the corporation as of this date, duly adopted by the members of the corporation at their special meeting, as amended from time to time prior to the date hereof.

Dated: 1/31/07

Charlotte Baker
/s/Secretary
[Name], Secretary

STATE OF SOUTH CAROLINA
SECRETARY OF STATE
NONPROFIT CORPORATION
ARTICLES OF INCORPORATION

MAY 1 2006

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-31-202 of the South Carolina Code of Laws, as amended, the undersigned corporation submits the following information:

1. The name of the nonprofit corporation is South Carolina STRONG
2. The initial registered office of the nonprofit corporation is 2510 North Hobson Avenue
North Charleston Charleston SC 29405
City County State Zip Code

The name of the registered agent of the nonprofit corporation at that office is

Mike Delane

Print Name

I hereby consent to the appointment as registered agent of the corporation.

Michael W. De Lane
Agent's Signature

3. Check "a", "b", or "c" whichever is applicable. Check only one box:
- a. ☒ The nonprofit corporation is a public benefit corporation.
- b. ☐ The nonprofit corporation is a religious corporation.
- c. ☐ The nonprofit corporation is a mutual benefit corporation.
4. Check "a" or "b", whichever is applicable:
- a. ☐ This corporation will have members.
- b. ☒ This corporation will not have members.
5. The address of the principal office of the nonprofit corporation is

2510 North Hobson Avenue North Charleston SC 29405
Street Address City County State Zip Code

6. If this nonprofit corporation is either a public benefit or religious corporation (when box "a" or "b" of paragraph 3 is checked), complete either "a" or "b", whichever is applicable, to describe how the remaining assets of the corporation will be distributed upon dissolution of the corporation.

- a. ☒ Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated

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SOUTH CAROLINA STRONG

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Mark Hammond
South Carolina Secretary of State

exclusively for such purposes.

- b. ☐ Upon dissolution of the corporation, consistent with the law, the remaining assets of the corporation shall be distributed to

7. If the corporation is a mutual benefit corporation (when box "c" of paragraph 3 is checked), complete either "a" or "b", whichever is applicable, to describe how the (remaining) assets of the corporation will be distributed upon dissolution of the corporation.

- a. ☐ Upon dissolution of the mutual benefit corporation, the (remaining) assets shall be distributed to its members, or if it has no members, to those persons to whom the corporation holds itself out as benefiting or serving.

- b. ☐ Upon dissolution of the mutual benefit corporation, the (remaining) assets, consistent with the law, shall be distributed to

8. The optional provisions which the nonprofit corporation elects to include in the articles of incorporation are as follows (See 33-31-202(c) of the 1976 South Carolina Code of Laws, as amended, the applicable comments thereto, and the instructions to this form)

9. The name and address of each incorporator is as follows (only one is required)

Name	Address	Zip Code
W. Andrew Gowder, Jr.	16 Charlotte St.	Charleston, SC 29403
Name	Address	Zip Code
Name	Address	Zip Code

10. Each original director of the nonprofit corporation must sign the articles but only if the directors are named in these articles:

Name (Only if named in articles)	Signature of director
Name (Only if named in articles)	Signature of director
Name (Only if named in articles)	Signature of director

11. Each incorporator must sign the articles.

Signature of incorporator	W. Andrew Gowder, Jr. 15 May 2006
Signature of incorporator	
Signature of incorporator	

South Carolina STRONG

Name of Corporation

1. Notwithstanding any other provisions of these articles, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
3. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated for such purposes.